

EXHIBIT W

DREIER.V1

1

1 UNITED STATES DISTRICT COURT
2 DISTRICT OF DELAWARE

3 IN RE: ARMSTRONG WORLD CHAPTER 11
4 INDUSTRIES, INC., et al., Case Nos. 00-4471
00-4469
5 Debtors. 00-4470

6 IN RE: W.R. GRACE & CO., CHAPTER 11
7 et al., Case No. 01-1139
through 01-1200
8 Debtors.

9 IN RE: FEDERAL-MOGUL CHAPTER 11
10 GLOBAL, INC., T & N Case Nos. 01-10578,
LIMITED, et al., et al
11 Debtors.

12 IN RE: USG CORPORATION, CHAPTER 11
13 a Delaware Corporation, Case Nos. 01-2094
et al., through 01-2104
14 Debtors.

15 IN RE: OWENS CORNING, CHAPTER 11
16 et al., Case Nos. 00-3837
through 00-3854
17 Debtors.

18 TRANSCRIPT of the deposition testimony
19 of WILLIAM A. DREIER, taken by and before
JACQUELINE KASHMER, a Certified Shorthand
20 Reporter and Notary Public of the State of New
Jersey, at the Martin Luther King, Jr., Federal
21 Building and U.S. Courthouse, 50 Walnut Street,
Newark, New Jersey, on Tuesday, January 6, 2004,
commencing at 9:10 a.m.

22
23 JACQUELINE KASHMER, C.S.R., C.R.R.
24 P. O. Box 12
Pittstown, New Jersey 08867
25 (908) 996-6800

2

DREIER.V1

9 that an objection for one is an objection for all
10 of us.

11 A. Yes.

12 Q. Indeed, that's the purpose of your
13 conflict check, wasn't it?

14 A. Correct.

15 Q. Now, you've mentioned that there's
16 another paragraph in Exhibit 1 that delegates a
17 certain role to you. Is that the third ordering
18 paragraph that says --

19 A. I believe the fourth.

20 Q. -- that says William A. Dreier,
21 Esq., is hereby appointed special master in the
22 matter of In Re W. R. Grace & Company?

23 A. Correct.

24 Q. And what was your understanding of
25 the nature of that delegation of authority?

□

23

Dreier - Direct - Orseck

1 A. That there were particular matters in the
2 W. R. Grace matter, particularly the Sealed Air
3 fraudulent transfer claims, that were going to
4 require substantial management and discovery
5 master and I was to perform that function. There
6 were other functions along the way that were
7 included in that, reviewing some orders of Judge
8 Fitzgerald, advising the Court on decisions in
9 that area, but I was to concentrate a lot of my
10 time on that matter and actually, I would say 90

DREIER.V1

11 percent, 95 percent of the time I put into this I
12 think was involved with the W. R. Grace matter.

13 Q. With respect to that delegation to
14 you of authority to serve as a special master,
15 was it your understanding that you were required
16 to be neutral and conflict-free as well?

17 A. Correct.

18 MR. ABRAMS: Objection.

19 Q. Between the time that Judge Wolin
20 and you had the initial discussion which he
21 raised the possibility of your serving as an
22 adviser and the time that you accepted the
23 appointment, did you discuss the prospect of that
24 appointment with anyone else?

25 A. I'm sure I discussed it at home. I was

□

24

Dreier - Direct - Orseck

1 happy to have something else to fill my time,
2 most probably discussed it with some of my
3 partners and told them that this looked like a
4 matter that I would be spending a good deal of
5 time on over the next year or so and at the
6 meetings we had of the group of advisers, I am
7 sure I mentioned it to one or other of the
8 advisers that I was happy to have this
9 assignment, but I don't get the gist of your
10 question when you say as to someone else.

11 Q. well, before accepting the
12 appointment -- let me put it differently. Before

DREIER.V1

13 this December 28 order, did you discuss the
14 appointment with either Mr. Gross or Mr. Hamlin
15 or Mr. Keefe or Professor McGovern?
16 A. I don't think so. When you say date of
17 the order, as I said before, the order came late.
18 I remember we sat in Judge Wolin's chambers at
19 one of the meetings and he turned to me and said,
20 Bill, you'll do the W. R. Grace matter, Jack,
21 you'll do this, and he went around and he
22 parceled it out, and I'm sure at that meeting or
23 thereafter among ourselves I might have said to
24 them that I have the W. R. Grace matter and that
25 I was glad to get it and --

0

25

Dreier - Direct - Orseck

1 Q. Let me modify my question.
2 A. But it definitely was all before the date
3 of this order. That's why the order came late.
4 Q. I understand. Let me modify my
5 question slightly. Between the time that you had
6 your first conversation with Judge Wolin and the
7 time that you accepted the appointment, first of
8 all, did you communicate at some point to him
9 that you would -- that your conflict had cleared
10 and that you would accept the appointment?
11 A. Probably. I did not look over the
12 correspondence that I gave you. It most probably
13 was in a letter form, although it may have been
14 just picking up the phone and saying everything

DREIER.V1

15 is clear, I'll be happy to take it.
16 Q. Do you have a specific recollection
17 of telling Judge Wolin that you had conducted a
18 conflict check and that it had been clear?
19 A. No, I don't. Again, just as recall from
20 over two years ago, it would have been my
21 practice to let someone know that it was clear.
22 I may have talked to Evans. I don't -- probably
23 but I'm not sure.
24 Q. Judge Wolin knew that you were
25 planning to conduct a conflict check after your

□

26

Dreier - Direct - Orseck

1 first conversation. Is that correct?
2 MS. BROWDY: Objection, foundation.
3 MR. ABRAMS: Objection.
4 A. Again, to the best of my recollection, and
5 it's going back, I think there was -- it was
6 discussed that I was going to and that it was
7 cleared, but I would not stake my life on it.
8 Q. Between the time that you had your
9 first conversation and the time that you accepted
10 the appointment, did you discuss the potential
11 appointment with any of the four individuals who
12 later came to be appointed advisers?
13 A. I don't think so. There's a possibility,
14 again, on the time that if I ran into Judd or
15 David or Jack, I may have said, or even Francis,
16 once in a while I would see him, I know I had

DREIER.V1

21 Q. If I can direct your attention to
22 the third line in the second page -- by the way,
23 feel free to look it over more thoroughly if you
24 like?

25 A. That's all right.

□

29

Dreier - Direct - Orseck

1 Q. On the top of the second page it
2 says "it appearing that the advisers are
3 functioning in a manner in all respects similar
4 to examiners as provided for in the Bankruptcy
5 Code, 11 U.S.C. Sections 1104 and 1106".

6 First of all, do you recall
7 receiving this order on or around March 19 of
8 2002?

9 A. Vaguely.

10 Q. Do you recall the language that
11 I've just directed your attention to?

12 A. No.

13 Q. Do you have any understanding of
14 what is meant by -- well, let me withdraw that.
15 You've been serving as an adviser now for two
16 years or so. Is that correct?

17 A. You say serving. We're appointed for that
18 period, as you saw from my notes and my
19 affidavit. The advising portion was all up front
20 and we haven't had a meeting in quite a while,
21 nor have we been called upon to actually serve as
22 an adviser, at least as a group for a long time,

DREIER.V1

7 our -- after getting together initially, I
8 believe, we met with several counsel. In fact,
9 one of them I think the courtroom was pretty well
10 filled and we had a chance to sit in on the
11 meeting, ask a few questions.

12 Q. I want to understand, when you say
13 your first meeting you met alone, who were the
14 people who met?

15 A. If I may refer to my notes.

16 Q. Sure.

17 A. Well, I see on the first meeting I didn't
18 write down those present, but it would have been
19 the advisers.

20 Q. All right. We'll get to those.

21 A. Okay.

22 MR. ABRAMS: Could we just put on
23 the record please the exhibit, the document which
24 you're --

25 A. WAD 0001.

□

38

Dreier - Direct - Orseck

1 Q. Let's mark that as Exhibit 4.

2 A. I have a copy of it.

3 Q. Okay.

4 (Exhibit Dreier 4 is marked for
5 Identification.)

6 A. For those present, I have the originals of
7 the documents here if any of you are interested
8 in seeing them, only because a couple of places I

DREIER.V1

9 think the copy ran off the side of the page
10 because it was not square in the copier, but I
11 have it somewhere in my briefcase.

12 Q. Judge Dreier, in paragraph little
13 "i" on the third page of your affidavit, it says
14 that there were four meetings; January 7, 2002
15 and then January 18, February 27, and May 17. Do
16 you see that?

17 A. Correct. In looking at this now and seeing
18 the date of the Judge's order, which is dated
19 2001, the initial meeting may have preceded this.
20 I took the dates from my billing records.

21 It is possible that there was a
22 fifth earlier meeting that was this
23 organizational meeting because it just doesn't
24 seem right that it would have followed the order
25 when the Judge didn't make the designation

□

39

Dreier - Direct - Orseck

1 contained in the order until after that initial
2 meeting, so, most probably the undated initial
3 page in Dreier 4 WAD0001 is a record of that
4 initial meeting prior to the -- in fact, I think
5 it probably is prior to that, because the next
6 page, even the page after May, relate to the
7 January 7, I'm not sure of dates and that, I'll
8 start all the way through here.

9 I just0, I took the dates for my
10 affidavit from my billing records when it said

DREIER.V1
Dreier - Direct - Orseck

1 listening to the last conference in the Gross
2 deposition was that pursuant to the December 20
3 order that he entered, submissions by counsel
4 would be cloaked with confidentiality and would
5 not be revealed to that end.

6 MR. FINCH: That was only with
7 respect to --

8 MR. ABRAMS: Judge, just a moment.
9 To that end I don't believe the Judge was asked
10 to rule with respect to an objection as to any
11 submission by counsel. I think we need to
12 address that to the Court now.

13 MR. ORSECK: well, I think I have a
14 better way for the time being. Here's my
15 proposal. If you'll turn to page four, on page
16 four it appears to be, and I think perhaps Judge
17 Dreier could confirm. the beginning of notes on a
18 new meeting for beginning January 18, at which
19 none of the parties appears to me, and based on
20 time records that I've seen, to have been in
21 attendance.

22 It may be that on the preceding
23 pages Mr. Bernick and Mr. Inselbuch were there
24 and I have a guess as to the date of that
25 meeting, but because of the lateness of the hour

□

Dreier - Direct - Orseck

66

1 and because Judge Dreier is here, what if we

DREIER.V1

□

79

Dreier - Direct - Orseck

1 educate you as to the state of asbestos
2 litigation?

3 A. Yes, although we all had a pretty good
4 idea of the state of asbestos litigation. We
5 don't view these cases or we didn't view these
6 cases through the eyes of the experienced
7 litigators possibly with the exception of David,
8 either judges or with Francis an academic, and
9 therefore, just it was to give us more of a
10 practical look at this, and Judge Wolin thought
11 this was good. He invited these people who he
12 respected and they spoke to us.

13 Q. So, their purpose was to give you
14 the perspective of plaintiffs' and litigants'
15 side lawyers in the asbestos litigation?

16 A. And defendants' and litigants' side.

17 Q. Where did this meeting take place?

18 A. This took place here in the courthouse.

19 Q. All right. Why don't you read the
20 notes?

21 A. Okay. Is there a problem?

22 Q. Well, I guess if you can recall,
23 were all of the people whose names are listed
24 across the top of the page at the entire meeting
25 or was there a point at which Mr. Parnell and Mr.

□

DREIER.V1

9 bankruptcy case that is known as G-1 Holdings?
10 A. Vaguely. There was an opinion in the G-1
11 case that was circulated to all of us. I think
12 it's in the pile that I gave, but other than
13 that, I don't have -- was that the brake drum
14 case.
15 Q. I'm going in a different direction?
16 A. I'm not sure. I don't remember which one
17 it is.
18 Q. Are you aware that at some point
19 Judge Hamlin was appointed as the representative
20 for the future demand holders in the G-1
21 bankruptcy?
22 A. I knew at the time that Judge Hamlin was
23 appointed as a futures representative in some
24 case. I didn't know which one. I have read in
25 the paper, newspapers that is, that this is a

□

86

Dreier - Direct - Orseck

1 problem that has been raised here. Other than
2 that, I did not know what he had been appointed
3 to other than that there had been some case where
4 he had been a futures rep and I don't think it
5 was raised at any time in any of the meetings
6 that I was at other than the very first meeting.
7 Then it was said that Judge Hamlin
8 had been the futures rep in a case.
9 Q. All right. You say you knew at the
10 time that Judge Hamlin was a futures rep in the
Page 80

EXHIBIT X

RIKER, DANZIG, SCHERER,
HYLAND & PERRETTI LLP
Co-Attorneys for the Debtor
Headquarters Plaza
One Speedwell Avenue
Morristown, New Jersey 07962
(973) 538-0800
Dennis J. O'Grady (DJO 7430)

WEIL, GOTSHAL & MANGES LLP
Co-Attorneys for the Debtor
767 Fifth Avenue
New York, New York 10153
(212) 310-8000
Martin J. Bienenstock, Esq. (MJB 3001)
Brian S. Rosen, Esq. (BSR 0571)
Kathryn L. Turner, Esq. (KLT 8555)

UNITED STATES BANKRUPTCY COURT
DISTRICT OF NEW JERSEY

In re:

G-I HOLDINGS INC.,
(f/k/a GAF Corporation)

Debtor.

Chapter 11

Case No. 01-30135 (RG)

**ORDER APPOINTING LEGAL REPRESENTATIVE OF PRESENT
AND FUTURE HOLDERS OF ASBESTOS-RELATED
DEMANDS IN G-I'S CHAPTER 11 CASE**

Upon consideration of the application dated May 29, 2001 (the
"Application"), of G-I Holdings Inc. ("G-I" or the "Debtor") for an order appointing a
legal representative for present and future holders (collectively, the "Demand Holders")
of asbestos related demands (the "Asbestos Demands Representative"); and the Response
and Partial Objection filed by the statutory committee of asbestos claimants (the
"Committee") and the Reply thereto, and the Court having entered an order on September

6, 2001 authorizing and approving the appointment of an Asbestos Demand Representative in the G-I chapter 11 case; and upon the proceedings had before the Court and good and sufficient cause appearing therefor; it is hereby

ORDERED that C. Judson Hamlin is appointed the Asbestos Demand Representative in the G-I Holdings Inc., chapter 11 case; and it is further

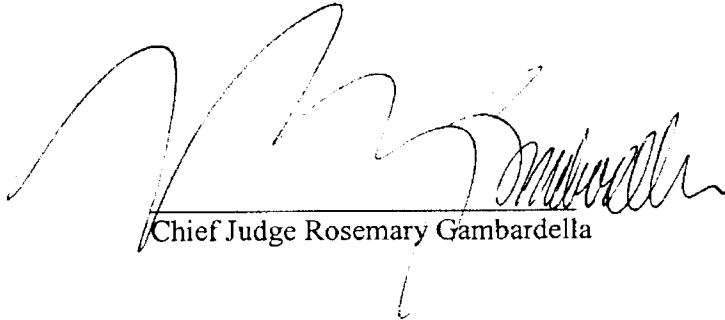
ORDERED that the Asbestos Demands Representative is empowered and has standing as a party in interest to be heard on every matter relevant to the interests of Demand Holders in G-I's chapter 11 case, including but not limited to, adversary proceedings, contested matters, and matters involving section 524(g); and it is further

ORDERED that this order is without prejudice to the Court's power, sua sponte, or on request, to expend or contract the powers of the Asbestos Demands Representative and to appoint additional representatives; and it is further

ORDERED that this Order is without prejudice to the position of any party in interest with respect to the proper role and duties of the Asbestos Demand Representative in any particular proceeding or matter other than standing to be heard; and it is further

ORDERED that the Asbestos Demands Representative shall be compensated in accordance with the same laws and procedures applicable under Bankruptcy Code sections 330 and 331, and any requests to retain professionals shall be considered on a case by case basis.

Dated: Newark, New Jersey
October 10, 2001



Chief Judge Rosemary Gambardella

EXHIBIT Y

5141

UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE

IN RE: ARMSTRONG WORLD	:	Chapter 11
INDUSTRIES, INC., et al.,	:	Case Nos. 00-4471, 00-4469,
	:	00-4470
Debtors.	:	

IN RE: W.R. GRACE & CO.,	:	Chapter 11
et al.,	:	Case Nos. 01-1139 through
	:	0-1200
Debtors.	:	

IN RE: FEDERAL-MOGUL	:	Chapter 11
GLOBAL, INC., T&N	:	Case Nos. 01-10578, et al. ¹
LIMITED, et al.,	:	
	:	
Debtors.	:	

IN RE: USG CORPORATION,	:	Chapter 11
a Delaware Corporation,	:	Case Nos. 01-2094 through
et al.,	:	01 2104
	:	
Debtors.	:	

IN RE: OWENS CORNING,	:	Chapter 11
et al.,	:	Case Nos. 00-3837 through
	:	00-3854
Debtors.	:	

**ORDER 1) PARTIALLY WITHDRAWING THE REFERENCE AND 2) GOVERNING
APPLICATIONS FOR THE ALLOWANCE OF FEES AND EXPENSES TO COURT
APPOINTED ADVISORS**

This matter being opened upon the Court's own motion pursuant to the authority granted in 11 U.S.C. § 105(a) and the Court's inherent power; and the Court, pursuant to its Order of December 28, 2001, having appointed certain persons as Court Appointed Advisors ("Advisors") and in that Order and in subsequent Orders

¹See attached list.

certain of these Advisors having been designated Special Masters to hear and report on matters specifically delegated to them by the Court as set forth in those Orders; and it appearing that the Advisors are functioning in a manner in all respects similar to examiners as provided for in the Bankruptcy Code, 11 U.S.C. §§ 1104, 1106; and the Bankruptcy Code and Rules providing for the compensation of examiners, officers and professional persons pursuant to 11 U.S.C. §§ 330, 331; and the Advisors, by virtue of their direct appointment by the Court, occupying a unique position in the above-captioned cases not shared by other persons employed in these cases; and the Court having determined that the continued employment of the Advisors in their various capacities is necessary for the efficient administration of these very large mass-tort chapter 11 cases and in the best interests of the creditors, equity holders and the estates in bankruptcy and that the debts of the estates as specified in 11 U.S.C. § 1104(c)(2) exceed \$5,000,000; and for good cause shown

IT IS this ^{11th} 9 day of March 2002

ORDERED that pursuant to 28 U.S.C. § 157 and the Order of this Court issued December 10, 2001, the reference of these cases to the Bankruptcy Court, Judge Randall J. Newsome and Judge Judith K. Fitzgerald presiding, is hereby withdrawn with respect to any application for an allowance of fees filed by any of the Advisors, and it is further

ORDERED that the Advisors may make application for the allowance of their fees and expenses from the debtors' estates directly to this Court in the first instance, requesting that such applications be reviewed and approved by the Court pursuant to the substantive standards set forth in 11 U.S.C. § 330, and it is further

ORDERED that any application for the allowance of fees and expenses shall set forth how the applicant believes the fees and expenses should be allocated between the debtors, and it is further

ORDERED that, although by its terms local bankruptcy rule 2016-2 does not apply to applications for the allowance of fees and expenses by the Advisors, local rule 2016-2(d) governing information requirements relating to compensation requests is hereby incorporated by reference and made applicable to applications by the Advisors pursuant to this Order, and it is further

ORDERED that the Advisors may make interim applications for the allowance of fees and expenses pursuant to 11 U.S.C. § 331, on a monthly basis, and it is further

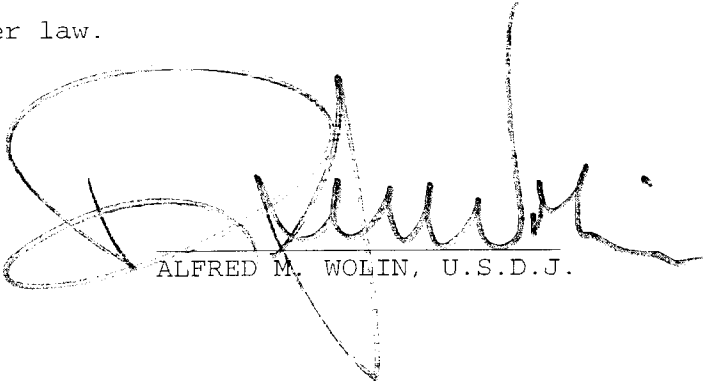
ORDERED that an application for the allowance of fees and expenses pursuant to this Order shall not set forth a hearing date for the application and no hearing will be held unless written objection is filed with the Court no later than ten days

after service upon the objecting party of the fee application,
and it is further

ORDERED that no Administrative Order or other Order in any
of the above-captioned cases governing applications for the
allowance of fees and expenses to professionals shall apply to an
application by any of the Court Appointed Advisors pursuant to
this Order except as provided below with respect to service, and
it is further

ORDERED that any application made pursuant to this Order
shall be served on the same parties and in the same manner as
provided by applicable rule as superseded or modified by any
Administrative Order of the Bankruptcy Court governing
applications for the allowance of fees and expenses to
professionals for which the reference has not been withdrawn, and
it is further

ORDERED that this Order shall not limit the Court's ability,
upon adequate notice, to charge fees and expenses of the Advisors
upon parties besides the debtors on the grounds of equity, rule
of procedure, or other law.



ALFRED M. WOLIN, U.S.D.J.

IN RE: FEDERAL-MOGUL GLOBAL, INC.
Case Numbers

01-10578	01-10643	01-10700	01-10750
01-10580	01-10644	01-10701	01-10751
01-10582	01-10646	01-10702	01-10752
01-10585	01-10647	01-10703	01-10753
01-10586	01-10649	01-10704	01-10754
01-10587	01-10650	01-10705	01-10755
01-10589	01-10651	01-10706	01-10756
01-10591	01-10652	01-10707	01-10757
01-10593	01-10653	01-10708	01-10758
01-10594	01-10654	01-10710	01-10759
01-10596	01-10655	01-10711	01-10760
01-10598	01-10656	01-10712	01-10761
01-10599	01-10657	01-10713	01-10762
01-10600	01-10658	01-10714	01-10763
01-10601	01-10659	01-10715	01-10764
01-10603	01-10660	01-10716	01-10765
01-10604	01-10661	01-10717	01-10766
01-10605	01-10662	01-10718	01-10767
01-10606	01-10664	01-10719	01-10768
01-10608	01-10665	01-10721	01-10769
01-10610	01-10666	01-10722	01-10770
01-10611	01-10668	01-10723	01-10771
01-10613	01-10669	01-10724	01-10772
01-10614	01-10672	01-10726	01-10773
01-10615	01-10673	01-10727	01-10774
01-10617	01-10675	01-10728	
01-10618	01-10682	01-10729	
01-10619	01-10683	01-10730	
01-10620	01-10684	01-10731	
01-10621	01-10685	01-10732	
01-10622	01-10686	01-10733	
01-10623	01-10687	01-10734	
01-10625	01-10688	01-10736	
01-10626	01-10689	01-10737	
01-10627	01-10690	01-10739	
01-10629	01-10691	01-10741	
01-10630	01-10692	01-10742	
01-10632	01-10693	01-10743	
01-10633	01-10694	01-10744	
01-10634	01-10695	01-10745	
01-10637	01-10696	01-10746	
01-10638	01-10697	01-10747	
01-10640	01-10698	01-10748	
01-10641	01-10699	01-10749	

EXHIBIT Z

BUDD LARNER GROSS ROSENBAUM GREENBERG & SADE, P.C.
 150 John F. Kennedy Parkway CN 1000
 Short Hills, N.J. 07078-0999
 (973) 379-4800 Fax (973) 379-7734
 Tax ID: 22-2321266

April 19, 2002

Bill Number 48069

File Number 008507-00001

General Asbestos Bankruptcy Committee
 c/o Honorable Alfred M. Wolin
 United States District Court
 Martin Luther King Jr. Federal
 Building and Courthouse
 Room 4069
 50 Walnut Street
 P.O. Box 999
 Newark, NJ 07101

FOR PROFESSIONAL SERVICES

Re: General Asbestos (PA & Delaware Bankruptcy)

LEGAL SERVICES

Through February 28, 2002

12/27/01	DRG	Meeting with Judge Wolin and F. McGovern	3.00 Hrs
12/31/01	DRG	Meeting and telephone call re: agenda	1.20 Hrs
01/03/02	DRG	Telephone conference re: agenda	1.60 Hrs
01/04/02	DRG	Meeting at USDC re: special masters	10.00 Hrs
01/07/02	DRG	Meeting at USDC re: special masters	4.00 Hrs
01/08/02	DRG	Telephone conference with (Name Withheld); conference with J. Keefe	1.80 Hrs
01/09/02	DRG	Review of documents; telephone conference F. McGovern re: N.Y.C. case	4.20 Hrs
01/10/02	WRC	Meet with D. Gross re: case background	2.00 Hrs
01/10/02	WRC	Meet with D. Novack re: asbestos background material	0.50 Hrs
01/11/02	WRC	Telephone call to Judge Wolin's Clerk re: orders; research Order No. 31 from In re: Silicone Breast Implants litigation	0.40 Hrs
01/11/02	WRC	Review notes from meeting with D. Gross	0.20 Hrs
01/11/02	WRC	Research Supreme Court cases re: ADA	0.30 Hrs
01/11/02	WRC	Review file from D. Gross re: class actions	0.50 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

01/14/02	DRG	Meeting re: 706 panel; telephone calls to (Name Withheld) re: same	1.80 Hrs
01/14/02	SML	Conference with W. Chelnik re: court orders and related calendar matters	0.20 Hrs
01/14/02	WRC	Meet with D. Gross re: orders issued by Judge Wolin; telephone call to G. Hanson re: same; research orders on line; review same and prepare outline of due dates	2.50 Hrs
01/14/02	WRC	Meet with D. Gross re: correspondence; review file for same	0.60 Hrs
01/14/02	WRC	Review asbestos materials	1.50 Hrs
01/14/02	WRC	Meet with S. Longo re: calendar	0.10 Hrs
01/15/02	DRG	Meeting at USDC with Judge Wolin	3.00 Hrs
01/15/02	WRC	Telephone call to Judge Wolin's Clerk re: correspondence; review file for same	0.60 Hrs
01/15/02	WRC	Meet with D. Gross re: calendar and in-office meeting scheduled for January 18th	0.40 Hrs
01/15/02	WRC	Review asbestos materials	1.00 Hrs
01/16/02	WRC	Meet with K. Daniels re: calendar; review correspondence from K. Daniels re: same	0.30 Hrs
01/16/02	WRC	Research re: debtor's information	0.60 Hrs
01/16/02	KRD	Meetings with IT Department re: electronic calendar	0.40 Hrs
01/17/02	WRC	Review Supreme Court cases re: class actions and research articles re: 706 panels	4.50 Hrs
01/17/02	WRC	Research article requested by Judge Wolin	0.20 Hrs
01/18/02	DRG	Preparation for and meeting at Short Hills with J. Keete, C. Hamlin, W. Dreier and F. McGovern (management committee) and Judge Wolin	7.50 Hrs
01/18/02	WRC	In-office conference re: case strategy	5.00 Hrs
01/18/02	WRC	Review orders and correspondence	0.30 Hrs
01/21/02	DRG	Review of all submissions by various parties	2.50 Hrs
01/22/02	DRG	Review materials; telephone calls with (Name Withheld)	1.00 Hrs
01/23/02	WRC	Telephone call to Judge Wolin's clerk; review file	0.20 Hrs
01/23/02	WRC	Review meeting notes from January 18, 2002 and prepare memorandum	5.00 Hrs
01/23/02	WRC	Meet with K. Daniels re: calendar	0.30 Hrs
01/24/02	WRC	Review correspondence from K. Daniels; meet with K. Daniels re: calendar	0.20 Hrs
01/24/02	WRC	Research Third Circuit case requested by D. Gross	0.50 Hrs
01/24/02	WRC	Review and revise memorandum to D. Gross	0.30 Hrs
01/24/02	KRD	Update calendar	0.40 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

01/25/02	WRC	Telephone call to Judge Wolin's clerk	0.20 Hrs
01/26/02	DRG	Conference at USDC re: procedures	3.00 Hrs
01/28/02	DRG	Meeting with (Name Withheld) and F. McGovern re: insurance issues, telephone conference re: same	3.00 Hrs
01/28/02	WRC	Review and revise calendar entries	0.70 Hrs
01/28/02	WRC	Review and file correspondence and order from Judge Wolin	0.20 Hrs
01/29/02	DRG	Meeting at Short Hills with (Name Withheld) and at USDC with Judge Wolin (Name Withheld) and management committee	5.10 Hrs
01/29/02	DRG	Telephone conferences with (Name Withheld), J. Keefe and C. Hamlin	0.80 Hrs
01/29/02	SML	Review calendar re: pending proceedings	0.10 Hrs
01/30/02	DRG	Preparation for and meeting at Judge Wolin's Chambers	7.00 Hrs
01/30/02	KM	Confer with W. Chelnik and D. Gross concerning upcoming events	0.30 Hrs
01/30/02	WRC	Meet with D. Gross and K. Marchetti re: case status	0.80 Hrs
01/31/02	DRG	Telephone conversation with Judge Wolin; telephone conversations with (Name Withheld) re: February meetings	0.80 Hrs
01/31/02	SML	Review court documents re: pending proceedings; conference with W. Chelnik re: same	0.30 Hrs
01/31/02	WRC	Telephone call to Judge Wolin's clerk re: February 8th hearing; review file for related documents; research briefs re: motion to transfer	0.80 Hrs
02/05/02	SML	Obtain overview of pending motions before Judge Wolin relating to friction defendants	0.80 Hrs
02/05/02	WRC	Research filings in Federal-Mogul Global, Inc. re: hearing set for February 8th	0.70 Hrs
02/06/02	WRC	Research and prepare filings for S. Longo re: hearing on motions to transfer	2.50 Hrs
02/07/02	DRG	Meeting with management committee	2.10 Hrs
02/07/02	SML	Review motion papers re: transfer of friction claims and requested Daubert hearing	3.20 Hrs
02/07/02	WRC	Research filings from Pennsylvania District Court	0.30 Hrs
02/08/02	SML	Attend oral argument on friction defendants' motion to transfer claims to bankruptcy court in Wilmington, Delaware	10.20 Hrs
02/11/02	DRG	Preparation for and meeting with Judge Wolin (Name Withheld) and F. McGovern at USDC	4.50 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

02/11/02	WRC	Meet with S. Longo re: February 8th hearing in Delaware; meet with D. Gross re: same	0.20 Hrs
02/12/02	DRG	Conference re appeal and Judge Wolin's Order	1.00 Hrs
02/13/02	DRG	In-office conference with (Name Withheld) re: hearing before Judge Wolin on 2/14 re: compensation; telephone conference re: appeal and Judge Wolin's order	1.50 Hrs
02/14/02	DRG	Meeting at Judge Wolin's Chambers with (Name Withheld); discussion with F. McGovern re: individual bankruptcies; telephone conference with (Name Withheld); meeting at Short Hills with (Name Withheld) re: insurance issues	8.80 Hrs
02/15/02	WRC	Review message from C. McCarthy; prepare and distribute documents to management committee	0.50 Hrs
02/19/02	DRG	Telephone conference with Judge Wolin and (Name Withheld)	2.50 Hrs
02/19/02	WRC	Review correspondence from G. Hanson and Judge Wolin's opinion re: motion to transfer; prepare memorandum to S. Longo and D. Gross re: same	0.50 Hrs
02/20/02	DRG	Telephone conference with Judge Wolin, F. McGovern, (Names Withheld)	1.50 Hrs
02/21/02	DRG	Meeting with Judge Wolin	3.50 Hrs
02/22/02	DRG	Telephone calls to F. McGovern, (Names Withheld)	2.10 Hrs
02/22/02	SML	Conferences with D. Deeney re: file organization	0.20 Hrs
02/22/02	WRC	Meet with D. Deeney re: consolidation Order; review file	0.50 Hrs
02/22/02	DRD	Review documents, pleadings, correspondence regarding general information, conference with W. Chelnik regarding asbestos documents; prepare and organize files, correspondence and pleading boards	4.00 Hrs
02/25/02	WRC	Review articles re: asbestos litigation	1.00 Hrs
02/27/02	DRG	Meeting at Judge Wolin's Chambers with management Committee and (Name Withheld) re: Federal Mogul (Travel at 1/2 time)	6.20 Hrs
02/27/02	WRC	Attend meeting with management committee re: case strategy (Travel at 1/2 time)	6.00 Hrs
02/28/02	DRG	Telephone calls re: bankruptcy; review cases; telephone calls with (Name Withheld) and F. McGovern	2.80 Hrs
02/28/02	WRC	Review correspondence and orders from G. Hanson	0.10 Hrs
TOTAL LEGAL SERVICES			\$54,285.00

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

LEGAL SERVICES SUMMARY

Gross, David R.	97.80 Hrs	450/hr	\$44,010.00
Marchetti, Kathleen C.	0.30 Hrs	300/hr	\$90.00
Longo, Sonya M.	15.00 Hrs	225/hr	\$3,375.00
Chelnik, Whitney R.	43.00 Hrs	150/hr	\$6,450.00
Deeney, Donna R.	4.00 Hrs	75/hr	\$300.00
Daniels, Kevin R.	0.80 Hrs	75/hr	\$60.00
	<u>160.90 Hrs</u>		<u>\$54,285.00</u>

DISBURSEMENTS

Through February 28, 2002

Telephone	\$2.00
Federal Express	\$27.59
Parking/Tolls	\$111.00
Mileage	\$17.38
Photocopies-Inoffice	\$500.50
Online Services-Westlaw	\$485.67
Telecopies	\$65.00
Travel	\$208.00
Meals	\$171.21
Long Distance Telephone Charges	\$3.62
TOTAL DISBURSEMENTS	\$1,589.95
TOTAL THIS BILL	<u>\$55,874.95</u>

D. R. Gross & Associates, LLC
55 Madison Avenue, Suite 400
Morristown, NJ 07960
973-285-3355 FAX 973-285-3356

December 1, 2002
Bill Number: 01
File No. 8507-1

General Asbestos Bankruptcy Committee
C/o Honorable Alfred M. Wolin
United States District Court
Martin Luther King Jr. Federal
Building & Courthouse, Room 4069
50 Walnut Street
Newark, New Jersey 07101

FOR PROFESSIONAL SERVICES RENDERED

Re: General Asbestos (PA & Delaware Bankruptcy)

LEGAL SERVICES RENDERED

Through November 8, 2002

09/03/02	DRG	Meeting with Judge Wolin re Grace/Sealed Air	5.2 Hrs
09/04/02	DRG	Telephone conferences with [REDACTED] and [REDACTED]	1.8 Hrs
09/06/02	WRC	Telephone Conference with Evans Wohlforth re: fee applications; conference with David Gross re: same	0.3 Hrs
09/09/02	DRG	Meeting with Judge Wolin, [REDACTED] and Evans Wohlforth	4.8 Hrs
09/10/02	DRG	Telephone conferences re: Liberty, Armstrong and Sealed Air	3.4 Hrs
09/11/02	DRG	Telephone conferences re: Liberty, Armstrong and	

		Sealed Air	3.4 Hrs
09/11/02	DRG	Telephone conferences with Francis McGovern and Evans Wohlforth re: Sealed Air and Owens Corning meeting	2.1 Hrs
09/12/02	DRG	Telephone conference with Francis McGovern and Judge Wolin re: Grace/Sealed Air	1.8 Hrs
09/13/02	DRG	Review documents re: Sealed Air/Grace and Federal Mogul	2.6 Hrs
09/13/02	WRC	Conference with David Gross re: bill; conference with Diane Souza re: updated bill and payment from first fee application; telephone conferences with Evans Wohlforth re: second fee Application	.50 Hrs
09/15/02	DRG	Telephone conferences with [REDACTED] and [REDACTED] re: Sealed Air	1.80 Hrs
09/17/02	DRG	Sealed Air meeting in NYC re: settlement discussions with [REDACTED]	4.20 Hrs
09/17/02	WRC	Review bills re: February - August; revise same; prepare correspondence to Budd Lerner detailing revisions to be made	1.50 Hrs
09/18/02	WRC	Conference with David Gross re: meal charges; telephone conferences with Pat Mundrick re: revisions	.50 Hrs
09/18/02	DRG	Appearance at United States District Court before Judge Wolin re: Sealed Air motion and meeting	5.40 Hrs
09/19/02	DRG	Telephone conference with [REDACTED]	.40 Hrs
09/19/02	DRG	Telephone conferences with Francis McGovern and Judge Wolin re: Liberty	1.50 Hrs
09/21/02	DRG	Telephone calls re: Armstrong and Sealed Air	1.80 Hrs
09/22/02	DRG	Telephone calls re: Sealed Air	1.30 Hrs
09/25/02	DRG	Meeting with Francis McGovern, Judge Wolin, plaintiff and defense attorneys re:	

		Halliburton	4.00 Hrs
09/26/02	DRG	Meeting with Judge Wolin and Francis McGovern at United States District Court	4.00 Hrs
09/27/02	DRG	Telephone conference with Court, Francis McGovern and counsel for Sealed Air	1.50 Hrs
10/01/02	DRG	Conference call with Court	5.20Hrs
10/02/02	DRG	Review PPG correspondence - Mt. McKinley; telephone Conference with Francis McGovern and Judge Wolin re: Gen Re	2.50Hrs
10/03/02	WRC	Meet with Suzanna Loncer from Norris McLaughlin re: Preparation of second fee application; review filings and procedure of first fee application	.70Hrs
10/03/02	DRG	Meeting with Judge Wolin and Francis McGovern re: Sealed Air/Grace; review documents to Court by parties	3.80Hrs
10/07/02	DRG	Preparation and appearance before Judge Wolin	4.80Hrs
10/08/02	DRG	Review documents; telephone conference with Francis McGovern	3.80Hrs
10/09/02	DRG	Review documents; telephone conference with Judge Wolin and Francis McGovern	2.00Hrs
10/10/02	DRG	Telephone conference re: insurance	1.00Hrs
10/15/02	DRG	Telephone conferences with [redacted] re: insurance issues	2.10Hrs
10/17/02	DRG	Appearance before Judge Wolin; meeting with Judge Wolin and insurance representatives	1.60Hrs
10/18/02	DRG	Telephone conferences with Judge Wolin and Francis McGovern	2.00Hrs
10/21/02	DRG	Meeting with Judge Wolin [redacted]	5.00Hrs
10/23/02	DRG	Telephone conferences re: various settlements	2.20Hrs
10/23/02	WRC	Draft first fee application for D.R. Gross & Associates; review previous applications;	

		research forms from Delaware Court site; review local rules	2.00Hrs
10/24/02	WRC	Prepare proposed Orders and revise application; review and revise bill; telephone conference with Suzanna Loncar re: same; revise application re: fees and time period	3.40Hrs
10/25/02	WRC	Various telephone conferences with all debtors re: payment of fees; prepare correspondence re: same	2.30Hrs
10/28/02	DRG	Telephone conferences re: various bankruptcy matters	1.80Hrs
10/28/02	WRC	Various telephone conferences re: USG payment of fee applications; calls to Suzanna Loncar re: same; telephone calls re: Armstrong payments	.90Hrs
10/29/02	DRG	Telephone conferences with Francis McGovern	1.00Hrs
10/30/02	DRG	Telephone conferences with Francis McGovern re: Sealed Air/Grace and Armstrong	1.80Hrs
10/30/02	WRC	Telephone call from Suzanna Loncar re: payments; calls to J. Keefe re: same	.30Hrs
11/04/02	WRC	Prepare second application re: Dreier; review materials from Norris McLaughlin re: bills and service lists; telephone conferences re: same; review D.R. Gross & Associates' application	5.20Hrs
11/04/02	DRG	Telephone conferences with insurance representatives and plaintiffs' counsel re: Grace and Armstrong	2.80Hrs
11/04/02	WRC	Revise first fee application re: D.R. Gross & Associates	.50Hrs
11/05/02	DRG	Various telephone calls and meeting re: insurance issues	3.40Hrs
11/05/02	WRC	Review and revise bills re: Dreier, Hamlin, Keefe & Budd Larner; prepare second application re: Hamlin & Keefe; review updated research re:	

		service lists; telephone calls	
		re: revised bills	7.80Hrs
11/07/02	DRG	Review documents re: Grace;	
		review correspondence to Court	
		from various parties	2.00Hrs
11/07/02	WRC	Telephone calls re: revised	
		billings	.40Hrs

TOTAL LEGAL SERVICES	\$49,118.00
----------------------	-------------

LEGAL SERVICES SUMMARY

Gross, David R.	99.80 Hrs	450/hr	\$44,910.00
Chelnik, Whitney R.	26.30 Hrs	160/hr	\$ 4,208.00
	126.10 Hrs		\$49,118.00

DISBURSEMENTS

Through November 8, 2002

Long Distance Telephone Calls	\$ 12.37
Parking	\$ 61.85
Meals	\$ 162.58

TOTAL DISBURSEMENTS	\$ 236.80
---------------------	-----------

TOTAL THIS BILL	\$49,354.80
-----------------	-------------

BUDD LARNER ROSENBAUM GREENBERG & SADE, P.C.
150 John F. Kennedy Parkway CN 1000
Short Hills, N.J. 07078-0999
(973) 379-4800 Fax (973) 379-7734
Tax ID: 22-2321268

October 31, 2002

Bill Number 56179

File Number 008507-00001

General Asbestos Bankruptcy Committee
c/o Honorable Alfred M. Wolin
United States District Court
Martin Luther King Jr. Federal
Building and Courthouse
Room 4069
50 Walnut Street
P.O. Box 999
Newark, NJ 07101

FOR PROFESSIONAL SERVICES

Re: General Asbestos (PA & Delaware Bankruptcy)

LEGAL SERVICES

Through August 31, 2002

Case Administration

03/01/02	DRG	Review Federal Mogul material; Interoffice conference with S. Longo [G101]	2.50 Hrs
03/02/02	DRG	Receipt and review correspondence; telephone conversation with F. McGovern [G101]	1.10 Hrs
03/04/02	SML	Review calendar re: pending matters [G101]	0.10 Hrs
03/05/02	WRC	Telephone calls from D. Gross; telephone call to J. Barbee re: March 15th meeting; prepare correspondence to J. Barbee re: March 15th meeting; telephone calls to W. Dreier, J. Keefe, C. Hamlin and F. McGovern re: scheduling of March 14th meeting; telephone calls to G. Hanson re: March 14th meeting; prepare memorandum to D. Gross re: scheduling of meetings on March 14th and 15th [G101]	3.00 Hrs
03/06/02	DRG	Telephone calls to F. McGovern, Judge Wolin and experts re: statistics [G101]	0.50 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

03/06/02	WRC	Telephone calls with F. McGovern, W. Dreler, C. Hamlin, J. Keefe and G. Hanson re: possible meeting of the management committee [G101]	0.70 Hrs
03/07/02	WRC	Review correspondence and prepare memorandum to D. Gross re: same; telephone calls with F. McGovern, E. Wohlforth; meet with D. Gross re: Federal Mogul meeting [G101]	0.40 Hrs
03/08/02	DRG	Conference with (Name Withheld) and F. McGovern [G101]	2.60 Hrs
03/08/02	DRD	Update files with opinions from Judge Wolin and notes regarding Federal Mogul [G101]	0.30 Hrs
03/11/02	DRG	Meeting in New York City with (Name Withheld) and representative from (Name Withheld) re: insurance issues [G101]	3.00 Hrs
03/13/02	WRC	Telephone calls with C. Hamlin and G. Hanson re: management committee meeting [G101]	0.20 Hrs
03/13/02	WRC	Review article re: asbestos lawsuits [G101]	0.50 Hrs
03/14/02	DRG	Breakfast meeting with Francis McGovern; meeting with Judge Wolin, et al. [G101]	8.00 Hrs
03/14/02	DRG	Dinner meeting with F. McGovern et al. re: Federal Mogul [G101]	3.80 Hrs
03/14/02	JJS	Preparation for meetings with Federal Mogul representatives [G101]	2.10 Hrs
03/15/02	DRG	Meeting at Short Hills office re: Federal Mogul with (Names Withheld) [G101]	6.00 Hrs
03/15/02	JJS	Preparation for attendance at meeting with Federal Mogul representatives; preparatory meeting with D. Gross re: same [G101]	5.90 Hrs
03/15/02	WRC	Attend meeting re: Federal Mogul bankruptcy and insurance issues [G101]	3.00 Hrs
03/17/02	DRG	Telephone conference with (Names Withheld) re: Federal Mogul [G101]	1.10 Hrs
03/18/02	DRG	Telaconference; meeting with (Name Withheld) [G101]	4.50 Hrs
03/18/02	WRC	Telephone call to F. McGovern re: possible meeting dates [G101]	0.20 Hrs
03/19/02	WRC	Review memorandum and article from J. Schiavone re: California insurance decision; research case referred to in article; prepare memorandum to D. Gross and J. Schiavone re: same [G101]	1.00 Hrs
03/22/02	DRG	Conference call on Federal Mogul with (Name Withheld) [G101]	1.00 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

03/22/02	JJS	Teleconference with (Name Withheld); follow-up teleconference with David Gross; review of cases [G101]	1.10 Hrs
03/22/02	DRD	Review documents and prepare files for D. Gross [G101]	0.80 Hrs
03/25/02	WRC	Review e-mail correspondence from G. Hanson re: recent orders; review orders [G101]	0.20 Hrs
03/26/02	SML	Review file re: pending proceedings [G101]	0.10 Hrs
03/28/02	DRD	Conference with W. Chelnik regarding fee application and service list; research Pacer for service list; conference with S. Longo regarding research results [G101]	5.00 Hrs
03/29/02	DRG	Telephone conference with (Name Withheld) and F. McGovern re: Insurance [G101]	2.20 Hrs
04/01/02	DRG	Telephone call on documents from (Name Withheld) re: insurance companies; preparation for meeting [G101]	2.60 Hrs
04/01/02	SML	Review Liberty Mutual's position re: interest in Armstrong World Industries bankruptcy proceeding [G101]	1.30 Hrs
04/01/02	KRD	Review and organize incoming mail for attorney review [G101]	0.20 Hrs
04/04/02	DRG	Dinner meeting with Judge Wolin, F. McGovern and (Name Withheld) [G101]	3.00 Hrs
04/05/02	DRG	Meeting at Judge Wolin's Chambers (Names Withheld) and F. McGovern [G101]	6.20 Hrs
04/05/02	WRC	Review correspondence from G. Hanson re: order appointing W. Dreier; review same [G101]	0.20 Hrs
04/05/02	WRC	Telephone call from D. Gross re: April 26 meeting [G101]	0.10 Hrs
04/08/02	WRC	Telephone calls with offices of C. Hamlin, W. Dreier, J. Keefe and F. McGovern re: scheduling meeting for April 26, 2002; call to G. Hanson to confirm time and date; draft memorandum to D. Gross re: same [G101]	0.40 Hrs
04/09/02	DRG	Meeting with (Name Withheld) and others re: bankruptcies [G101]	3.50 Hrs
04/09/02	SML	Conference with W. Chelnik re: proposed revisions to bill [G101]	0.10 Hrs
04/09/02	WRC	Telephone calls with C. Hamlin's office re: scheduling meeting for April 26th; telephone calls to F. McGovern and J. Bridgers re: same; meet with C. McCarthy re: same; telephone call from G. Hanson re: Judge Wolin's availability [G101]	1.00 Hrs
04/10/02	DRG	Meeting with (Name Withheld) and others re: bankruptcies [G101]	3.50 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

04/11/02	SML	Review and revise firm's time entries and associated expenses during March 2002; review and revise draft application of W. Dreier in support of fee application and accompanying proposed service list; conference with W. Chelnik re: draft materials [G101]	1.10 Hrs
04/11/02	WRC	Review correspondence re: Insurance matters; meet with C. McCarthy re: same [G101]	0.10 Hrs
04/11/02	WRC	Telephone call to F. McGovern re: fee application and April 26 meeting; telephone call to J. Bridgers re: fee application and time sheets for F. McGovern [G101]	0.30 Hrs
04/11/02	WRC	Telephone call from D. Gross re: April 26 meeting at Judge Wolin's chambers [G101]	0.10 Hrs
04/12/02	DRG	Telephone conference with Judge Wolin and (Name Withheld); review material re: Insurance Issues [G101]	2.00 Hrs
04/12/02	WRC	Telephone call from D. Gross re: April 26 meeting; telephone calls to W. Dreier, J. Hamlin and F. McGovern re: alternative dates for meeting [G101]	0.30 Hrs
04/15/02	DRG	Dinner meeting with Judge Wolin [G101]	3.20 Hrs
04/15/02	DRG	Telephone conference with (Name Withheld) and Judge Wolin [G101]	1.20 Hrs
04/15/02	WRC	Conference with D. Gross re: rescheduling of meeting; telephone calls to J. Keefe's office; draft memorandum to D. Gross re: J. Keefe's availability [G101]	0.30 Hrs
04/16/02	DRD	Conference with W. Chelnik regarding counsel list [G101]	0.30 Hrs
04/17/02	WRC	Conference with D. Gross re: available dates for management committee meeting; review memorandum to D. Gross re: same; telephone calls with W. Dreier, J. Keefe, and C. Hamlin's office; draft memorandum to D. Gross re: availability [G101]	0.30 Hrs
04/18/02	DRG	Dinner with "A" Team and (Name Withheld) [G101]	2.50 Hrs
04/18/02	WRC	Telephone call from C. Hamlin's office re: availability [G101]	0.10 Hrs
04/18/02	DRD	Conference with W. Chelnik requesting Order from Judge Wolin appointing special master; document retrieval [G101]	0.40 Hrs
04/22/02	DRG	Teleconference with Management Committee. [G101]	2.50 Hrs
04/22/02	WRC	Conference with D. Gross re: available dates; telephone calls to Judge Wolin and management committee re: May 28 meeting [G101]	0.30 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

04/23/02	DRG	Telephone conference with Judge Wolin and F. McGovern [G101]	1.00 Hrs
04/23/02	WRC	Conferences with D. Gross re: management committee meetings; prepare correspondence to management committee re: same; telephone calls to J. Bridgers re: F. McGovern's availability [G101]	0.50 Hrs
04/24/02	DRG	Meeting in Hartford with CEO's [G101]	5.50 Hrs
04/24/02	DRG	Travel to and from Connecticut (at 1/2 time) [G101]	1.50 Hrs
04/25/02	DRG	Telephone conference with F. McGovern, (Name Withheld) and CEO's [G101]	2.10 Hrs
04/27/02	DRG	Conference and meeting with F. McGovern re: general strategy and various bankruptcies [G101]	4.60 Hrs
04/29/02	DRG	Telephone call re: scheduling [G101]	1.20 Hrs
04/30/02	DRG	Telephone calls and conferences with CEO's of Hartford, Travelers and Liberty Mutual [G101]	4.60 Hrs
04/30/02	WRC	Conference with D. Gross re: research; conduct and prepare research re: [Name Withheld] and involvement of [Name Withheld] [G101]	0.80 Hrs
05/02/02	DRG	Telephone calls re: insurance issues [G101]	4.20 Hrs
05/03/02	DRG	Telephone calls, review bankruptcy rules - referenced case [G101]	2.40 Hrs
05/06/02	DRG	Meeting with (Name Withheld) [G101]	1.50 Hrs
05/07/02	DRG	Attend meeting with General Counsel of Travelers, Hartford, Liberty and CNA [G101]	5.00 Hrs
05/07/02	DRG	Prepare for meeting re: same [G101]	1.00 Hrs
05/07/02	DRG	Travel to and from meeting (at 1/2 time) [G101]	1.00 Hrs
05/07/02	WRC	Attend meeting with [Names Withheld] re: insurance issues [G101]	3.50 Hrs
05/07/02	WRC	Travel to and from meeting at 1/2 time [G101]	0.70 Hrs
05/07/02	WRC	Prepare correspondence to J. Keefe, C. Hamlin and W. Dreier re: insurance memorandum [G101]	0.20 Hrs
05/08/02	DRG	Re: telephone calls with Judge Wolin, F. McGovern, Travelers and Hartford [G101]	1.50 Hrs
05/08/02	SML	Conference with D. Deeney re: docketing of the applications [G101]	0.20 Hrs
05/09/02	DRD	Organize documents [G101]	0.30 Hrs
05/10/02	WRC	Telephone call from D. Trafelette's office re: mailing address [G101]	0.10 Hrs
05/14/02	DRG	Meeting with Judge Wolin; telephone conference with Liberty Mutual General Counsel [G101]	8.00 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

05/14/02	SML	Conferences with W. Chelnik re: certification of no objection, electronic filing and pro hac vice application [G101]	0.20 Hrs
05/15/02	DRG	Telephone conferences with Judge Wolin and F. McGovern re: matters - Armstrong [G101]	2.60 Hrs
05/15/02	SML	Conference with W. Chelnik re: electronic filing [G101]	0.10 Hrs
05/16/02	DRG	Telephone conferences with David Cain, Judge Wolin and Evans Wohlforth [G101]	1.50 Hrs
05/17/02	DRG	Meeting with Judge Wolin and "A" team and meeting with lawyers from Armstrong [G101]	7.00 Hrs
05/17/02	DRD	Organize documents in preparation of 2nd. fee application; call from M. Davis regarding e filing [G101]	0.80 Hrs
05/20/02	SML	Conference with D. Deeney and W. Chelnik re: service of certifications of no objection and review draft correspondence [G101]	0.10 Hrs
05/21/02	DRG	Telephone conference re: Federal Mogul/Armstrong [G101]	2.20 Hrs
05/22/02	DRG	Dinner meeting with Judge Wolin, (Name Withheld) re: McGovern [G101]	3.40 Hrs
05/28/02	DRG	Conference calls with McGovern, (Names Withheld) re: Liberty Mutual [G101]	4.40 Hrs
05/29/02	DRG	Meeting with Judge Wolin re: Armstrong matter at U.S.D.C. in Newark [G101]	4.20 Hrs
05/29/02	SML	Review article re: Judge Wolin [G101]	0.20 Hrs
05/29/02	WRC	Review article re: Judge Wolin; prepare memorandum to file and D. Gross re: same [G101]	0.20 Hrs
05/29/02	DRD	Review Delaware District website for our certificates of no objection; call to M. Davis regarding same [G101]	1.50 Hrs
05/30/02	DRG	Telephone calls re: Liberty Mutual counsel (Ace) [G101]	3.50 Hrs
05/30/02	DRD	Conference with W. Chelnik regarding letter objection regarding fees for F. McGovern [G101]	0.40 Hrs
05/31/02	DRG	Conference call with Francis McGovern, (Name Withheld) re: Liberty Mutual [G101]	1.30 Hrs
06/12/02	DRG	Telephone conferences with Liberty Mutual, (Name Withheld) Judge Wolin and Francis McGovern re: Armstrong [G101]	6.40 Hrs
06/12/02	DRG	Telephone calls with (Name Withheld) re: Federal Mogul [G101]	0.50 Hrs
06/12/02	DRD	Call to Delaware Bankruptcy Court regarding electronic filing; call from Delaware Bankruptcy Court; conference with W. Chelnik regarding electronic filing [G101]	0.60 Hrs
06/13/02	DRD	Review docket for objections; organize file [G101]	1.50 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

06/14/02	DRD	Review dockets for certificates of no objection [G101]	2.00 Hrs
06/17/02	SML	Conference with W. Chelnik re: matter status [G101]	0.10 Hrs
06/17/02	DRD	Status conference with S. Longo regarding pending matters [G101]	0.60 Hrs
06/18/02	DRG	Telephone calls re: Liberty and (Name Withheld) re: London Insurance Market [G101]	2.80 Hrs
06/19/02	DRG	Dinner meeting with Judge Wolin, Francis McGovern, (Name Withheld) re: Honeywell [G101]	4.30 Hrs
06/20/02	DRG	Prepare for and appear at Bankruptcy Court before Judge Gambardella; meeting with Kevin Irwin [G101]	5.20 Hrs
06/20/02	DRG	Telephone conferences with (Names Withheld) and Judge Wolin's chambers [G101]	1.80 Hrs
06/21/02	DRG	Telephone conferences with Francis McGovern and Liberty re: meeting [G101]	1.50 Hrs
06/24/02	WRC	Review correspondence from G. Hanson re: Interim orders; review orders; prepare correspondence to D. Deeney [G101]	0.20 Hrs
06/26/02	DRG	Meeting with Federal Mogul; conference call with (Name Withheld) [G101]	6.20 Hrs
06/26/02	WRC	Conferences with D. Gross re: scheduled conferences; attend meeting with D. Gross and Federal Mogul representatives re: Federal Mogul [G101]	2.20 Hrs
06/28/02	DRG	Preparation and appearance at meeting in NYC at Hartford offices [G101]	4.00 Hrs
06/28/02	DRG	Travel to and from meeting (at 1/2 time) [G101]	1.00 Hrs
06/28/02	WRC	Attend conferences with various insurers re: insurance issues [G101]	4.00 Hrs
06/28/02	WRC	Travel to and from New York City at 1/2 time [G101]	1.00 Hrs
07/01/02	DRG	Preparation and appearance in Washington for meeting with General Counsel, (Names Withheld) Francis McGovern and attorneys from Choate Hall and Akin Gump [G101]	11.00 Hrs
07/02/02	DRG	Telephone conferences re: Liberty [G101]	2.10 Hrs
07/02/02	DRG	Review e-mails [G101]	2.80 Hrs
07/02/02	DRG	Telephone conferences with Francis and Judge Wolin re: Armstrong [G101]	1.50 Hrs
07/08/02	SML	Conference with W. Chelnik re: matter status [G101]	0.10 Hrs
07/10/02	DRG	Telephone conference re: London matter [G101]	1.80 Hrs
07/11/02	DRG	Meeting in New York City with Doris Polk - Owens Coming, Judge Wolin, Francis McGovern and counsel [G101]	7.30 Hrs
07/12/02	DRG	Telephone conferences with Liberty, Akin Gump re D/J action; telephone conference with (Names Withheld) re: same [G101]	2.10 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

07/15/02	DRG	Review materials re: Armstrong; telephone calls re: Owens Corning; lengthy telephone conference - Owens Corning [G101]	3.80 Hrs	
07/16/02	DRG	Telephone conferences with Francis McGovern and Judge Wolin [G101]	1.40 Hrs	
07/18/02	DRG	Review file re: Liberty Mutual [G101]	1.10 Hrs	
07/19/02	DRG	Review file re: Liberty Mutual [G101]	1.40 Hrs	
07/22/02	DRG	Telephone calls re: Liberty Mutual; telephone calls re: Armstrong [G101]	2.60 Hrs	
07/22/02	DRD	Review PACER for signed orders [G101]	1.50 Hrs	
07/26/02	DRG	Meeting with Judge Wolin [G101]	1.40 Hrs	
08/14/02	DRG	Telephone conference with Francis McGovern re: Graca/Mogul [G101]	0.20 Hrs	
08/21/02	DRG	Meeting with Francis McGovern, (Name Withheld) and Judge Wolin [G101]	4.00 Hrs	
08/26/02	DRG	Conference with Judge Wolin [G101]	3.00 Hrs	
08/28/02	DRG	Meeting with (Name Withheld); conference re: strategy - asbestos litigation [G101]	3.60 Hrs	
Case Administration Totals			281.60 HRS	\$110,526.50
<u>Fee/Employment Applications</u>				
03/05/02	SML	Conference with W. Chelnik re: fee application; review proposed documents re: same for law clerk [G104]	0.20 Hrs	
03/05/02	WRC	Telephone call to E. Wohlforth re: joint fee applications; review and prepare documents for E. Wohlforth re: fee application; meet with S. Longo re: fee application [G104]	1.50 Hrs	
03/06/02	SML	Telephone conference with law clerk re: proposed application; conference with W. Chelnik re: proposed application re: reimbursement of consultants [G104]	0.20 Hrs	
03/06/02	WRC	Telephone calls from E. Wohlforth re: fee applications; review correspondence from E. Wohlforth; meet with S. Longo re: same [G104]	0.30 Hrs	
03/08/02	SML	Review draft fee application documents from law clerk; conference with D. Gross re: same and telephone conferences with law clerk re: same [G104]	0.60 Hrs	
03/08/02	WRC	Meet with S. Longo re: fee application; telephone calls to F. McGovern, J. Keefe and W. Dreier re: fee applications [G104]	0.50 Hrs	
03/10/02	SML	Review draft bill in support of fee application and revise same [G104]	0.20 Hrs	
03/11/02	SML	Telephone conference with law clerk re: fee application materials; conference with W. Chelnik re: same [G104]	0.30 Hrs	

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

03/15/02	SML	Review bill of J. Keefe and conference with W. Chelnik re: fee applications [G104]	0.20 Hrs
03/15/02	WRC	Telephone call to F. McGovern re: fee application; review correspondence from J. Keefe re: time sheets and fee applications; meet with S. Longo re: same [G104]	0.50 Hrs
03/25/02	WRC	Review correspondence from E. Wohlforth re: fee applications; telephone call from J. Bridges re: fee application and F. McGovern's time sheets [G104]	0.30 Hrs
03/26/02	WRC	Meet with S. Longo re: fee applications; telephone call to J. Bridges re: fee application for F. McGovern [G104]	0.30 Hrs
03/27/02	SML	Review correspondence from J. Wolin re: fee application; conferences with W. Chelnik re: same; review various draft bills [G104]	1.00 Hrs
03/27/02	WRC	Meetings with D. Gross and S. Longo re: fee applications; review Judge Wolin's Order and correspondence from E. Wohlforth; research and review local bankruptcy rules; conferences with S. Longo re: service lists; telephone call from J. Bridges re: F. McGovern's time sheets; telephone call to W. Dreier re: time sheets; review Judge Wolin's Order for reimbursement of Special Masters; review correspondence from W. Dreier and time sheets [G104]	3.50 Hrs
03/28/02	SML	Conference with D. Deeney re: service list for fee application [G104]	0.20 Hrs
03/28/02	WRC	Review and revise time sheet entries in preparation for fee applications; review draft of interim application and proposed order; meet with D. Gross and S. Longo re: time entries; review order re: compensation; research local bankruptcy rules [G104]	2.50 Hrs
03/29/02	WRC	Review second draft of time sheets and continue to revise entries [G104]	0.30 Hrs
04/02/02	WRC	Telephone call from J. Bridges re: F. McGovern's time sheets and fee application [G104]	0.10 Hrs
04/07/02	WRC	Review time sheets and prepare draft fee application re: W. Dreier [G104]	1.00 Hrs
04/08/02	SML	Conferences with W. Chelnik re: fee application [G104]	0.20 Hrs
04/08/02	WRC	Review time sheets and prepare draft fee application re: W. Dreier; meet with D. Deeney re: same [G104]	1.70 Hrs
04/08/02	WRC	Conference with S. Longo re: fee applications [G104]	0.10 Hrs
04/08/02	DRD	Conference with W. Chelnik regarding fee application [G104]	0.30 Hrs

I - 2

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

04/09/02	WRC	Meet with C. McCarthy and S. Longo re: time sheets; review drafts with accounting department [G104]	1.00 Hrs
04/10/02	WRC	Telephone calls to F. McGovern and J. Bridgers re: time sheets and April 26 meeting [G104]	0.20 Hrs
04/11/02	WRC	Meet with S. Longo re: fee application for W. Dreier and D. Gross, service list; conferences with accounting department re: billing codes and revisions to time sheets; research Delaware bankruptcy court local rules re: allowable expenses [G104]	0.50 Hrs
04/16/02	WRC	Telephone call from W. Dreier's office re: April time sheets [G104]	0.10 Hrs
04/16/02	WRC	Review D. Deeney's research re: service list; conduct on-line research re: service list including attorneys in all five bankruptcies; conference with D. Deeney re: same [G104]	1.70 Hrs
04/17/02	WRC	Revising fee application re: W. Dreier [G104]	0.80 Hrs
04/18/02	WRC	Prepare fee applications re: J. Keefe, C. Hamlin and F. McGovern; conference with D. Deeney re: service list and review of fee applications; review and prepare exhibits re: fee applications; conference with D. Gross re: same; review time sheets re: Budd Larner; conferences with accounting department [G104]	5.00 Hrs
04/19/02	WRC	Conferences with accounting department re: billing codes and revised bills; prepare memorandum re: same to be distributed to all; prepare fee application re: D. Gross; revise fee application re: F. McGovern; continue researching service lists and review attorney lists [G104]	2.50 Hrs
04/19/02	DRD	Conference with W. Chelnik regarding fee applications and service list [G104]	0.20 Hrs
04/22/02	SML	Review memorandum re: billing procedures; conference with W. Chelnik re: draft fee application [G104]	0.20 Hrs
04/22/02	WRC	Review correspondence from [Name Withheld] re: billing statement; conference with S. Longo and D. Gross re: same; revise fee application re: D. Gross to reflect additional billing statement [G104]	1.00 Hrs
04/23/02	SML	Review draft fee applications on behalf of Budd Larner, C. Judson Hamlin, F. McGovern and J. Keefe; review revised fee application of W. Dreier; conferences with W. Chelnik re: same [G104]	1.50 Hrs
04/23/02	WRC	Telephone call from S. Longo re: time sheets [G104]	0.10 Hrs
04/23/02	WRC	Conference with S. Longo re: revisions to fee applications and service lists; revise fee applications re: all members of management committee [G104]	5.50 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

04/24/02	SML	Conference with W. Chelnik re: fee application; supplement first fee applications [G104]	0.50 Hrs
04/24/02	WRC	Conference with S. Longo re: revised fee applications and expert consultant fee [G104]	0.20 Hrs
04/24/02	WRC	Review revisions made by S. Longo; revise all applications to reflect same; telephone calls from J. Bridgers re: F. McGovern's time sheets [G104]	0.80 Hrs
04/25/02	SML	Review and revise fee application of Budd Lamer through February 2002 [G104]	0.80 Hrs
04/25/02	WRC	Conference with S. Longo re: revisions; revise fee application re: Budd Lamer; prepare exhibits for all applications, prepare correspondence to W. Dreier, C. Hamlin and J. Keefe re: execution of applications and filing [G104]	2.50 Hrs
04/25/02	WRC	Research re: service list; prepare draft of lists re: all five bankruptcies [G104]	1.20 Hrs
04/26/02	WRC	Review time sheets re: F. McGovern; telephone call re: W. Dreier's time sheets; revise and prepare final copies of fee application re: Budd Lamer and D. Gross; prepare memorandum to F. McGovern re: execution of fee application [G104]	1.30 Hrs
04/26/02	WRC	Revise service lists for all five bankruptcies re: additional parties [G104]	1.00 Hrs
04/29/02	WRC	Conduct on-line research re: service lists; prepare and revise service lists re: all five bankruptcies [G104]	3.80 Hrs
04/30/02	WRC	Conference with D. Gross re: F. McGovern's fee application [G104]	0.10 Hrs
05/01/02	SML	Conferences with W. Chelnik re: service of fee application; review proposed counsel list and draft correspondence to clerk re: filing fee applications [G104]	1.30 Hrs
05/01/02	WRC	Prepare certification of service and cover letters for all applications; conferences with S. Longo and D. Deeney re: filing of applications; telephone call to Bankruptcy Court clerk re: filing procedures; review Delaware local rules re: filing procedures; revise service lists [G104]	4.30 Hrs
05/01/02	DRD	Conference with W. Chelnik regarding fee applications; review service list; review documents and orders; sign certificate of service; assist with cover letter to clerk; review rules regarding service; assist with document organization; coordinate for multiple service; conference with S. Longo regarding service list and documents [G104]	3.50 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

05/02/02	SML	Conferences with D. Deeney and W. Chelnik re: fee applications and local court rules for service of same; review and revise affidavits of service and notices of applications for fees [G104]	1.00 Hrs
05/02/02	WRC	Telephone conference with (Name Withheld) and E. Wohlforth re: Delaware fee applications and local rules; prepare affidavits and notices of filing re: fee applications; telephone conferences with Clerk's office at Delaware Bankruptcy Court re: local rules; finalize service lists; conferences with D. Deeney and S. Longo re: filing of applications [G104]	8.00 Hrs
05/02/02	DRD	Conference with W. Chelnik regarding fee applications; service of same; calls to clerk; review rules; finalize documents; review service list; review affidavit of service; begin to organize documents for service [G104]	6.00 Hrs
05/03/02	SML	Conference with W. Chelnik re: fee applications; review notices and correspondence to clerk re: filing same [G104]	0.40 Hrs
05/03/02	WRC	Prepare packages for delivery to all counsel on service list; finalize all papers and scan applications for electronic filing; telephone call from Clerk's office at Delaware Bankruptcy court; conferences with D. Deeney and S. Longo re: filing of applications; revise letter to clerk re: applications and Judge Wolin's Order; prepare diskettes for electronic filing re: all fee applications [G104]	8.00 Hrs
05/03/02	DRD	Conference with W. Chelnik regarding applications; service list; affidavit of service and documents; finalize affidavit of service; prepare documents for service list; organize and prepare for mailing [G104]	8.00 Hrs
05/06/02	DRD	Review documents [G104]	0.20 Hrs
05/08/02	DRD	Research bankruptcy website regarding filed fee applications; conference with S. Longo regarding objections date [G104]	0.70 Hrs
05/10/02	SML	Prepare memorandum to W. Chelnik re: fee applications [G104]	0.10 Hrs
05/13/02	WRC	Telephone call to D. Trafelet's office re: change of address; prepare memorandum and conference with D. Deeney re: same [G104]	0.30 Hrs
05/13/02	WRC	Conduct research on Court website re: filed fee applications, objections and electronic filing; review docket re: certificates of no objections; telephone call to clerk's office re: same [G104]	1.40 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

05/13/02	DRD	Conference with W. Chelnik regarding status of filing for fee applications; service list updates [G104]	0.30 Hrs
05/14/02	WRC	Conference with S. Longo re: electronic filing; telephone calls from Delaware Bankruptcy Court clerk's office, prepare memorandum to S. Longo re: same; prepare firm registration re: electronic filing; conferences with D. Deeney re: same [G104]	2.30 Hrs
05/14/02	DRD	Conference with W. Chelnik regarding electronic filing; status of 2nd fee application; filing certificate of no objection [G104]	0.60 Hrs
05/15/02	WRC	Telephone calls from clerk's office at Delaware Bankruptcy Court re: J. Keefe's fee application [G104]	0.20 Hrs
05/15/02	DRD	Conference with W. Chelnik regarding status of documents posted [G104]	0.40 Hrs
05/16/02	SML	Review memorandum re: special master fee application's docket number; review proposed certifications of no objection [G104]	0.40 Hrs
05/16/02	WRC	Conferences with D. Deeney re: fee applications, electronic docket and certificates of no objection; telephone calls with (Name Withheld) re: certification of no objections, review docket re: same; prepare certifications of no objection re: all five applications; conference with S. Longo re: same [G104]	2.50 Hrs
05/16/02	DRD	Review District of Delaware website for 1st. fee applications, objections and docket numbers; call to M. Davis regarding documents on system; conference with W. Chelnik regarding documents; draft memo to all involved regarding docket numbers [G104]	1.90 Hrs
05/17/02	WRC	Telephone call from C. Schweiger at Federal Mogul re: fee application; conference with D. Deeney re: same [G104]	0.20 Hrs
05/17/02	WRC	Conference with C. Hamlin, J. Keefe, F. McGovern and W. Dreier re: certification of no objection and time sheets [G104]	0.20 Hrs
05/20/02	WRC	Conferences with D. Deeney re: certification of no objection and service lists; draft cover letter; review on line docket listing; prepare and mail certifications and affidavits [G104]	4.00 Hrs
05/29/02	WRC	Draft correspondence to D. Deeney re: electronic registration and certifications of no objection; review correspondence from D. Deeney re: same [G104]	0.20 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

05/30/02	SML	Conference with W. Chelnik re: Armstrong's comments to fee application of S. McGovern [G104]	0.70 Hrs
05/30/02	WRC	Telephone conference with F. McGovern re: time sheets and fee application; review local bankruptcy rules and fee applications; prepare correspondence re: same; conference with S. Longo re: same [G104]	0.70 Hrs
05/31/02	SML	Review correspondence re: electronic filing [G104]	0.10 Hrs
06/11/02	WRC	Conference with D. Deeney re: Delaware electronic filing [G104]	0.20 Hrs
06/11/02	DRD	Conference with W. Chelnik regarding fee applications; electronic filing; status of payment [G104]	0.60 Hrs
06/17/02	WRC	Conference with S. Longo re: fee applications [G104]	0.10 Hrs
06/24/02	DRD	Review orders regarding compensation for 1st. fee application [G104]	0.20 Hrs
06/28/02	WRC	Conference with F. McGovern re: fee application and correspondence to Judge Wolin; review correspondence from Armstrong re: 1st. fee application [G104]	1.00 Hrs
06/28/02	DRD	Conference with W. Chelnik regarding inquiry of F. McGovern's 1st fee application for travel; review letter from M. Griffinger [G104]	1.00 Hrs
07/01/02	DRD	Call from W. Chelnik regarding inquiry to F. McGovern's travel expenses; review letter to Judge Wolin; revise/review 1st fee application; conference with W. Chelnik regarding amounts [G104]	2.50 Hrs
07/02/02	DRD	Call from W. Sparks regarding 1st fee application; review documents; draft note to W. Chelnik; call to Judge Wolin's chambers regarding Orders [G104]	1.00 Hrs
07/09/02	WRC	Telephone conferences with K. Schwiniger re: Federal Mogul payments; telephone calls to court appointed advisors re: payment information; prepare correspondence to J. Port re: W.R. Grace; prepare multiple correspondence to K. Schwiniger re: Federal Mogul; conferences with accounting department re: payment information [G104]	1.00 Hrs
07/09/02	WRC	Telephone conference with F. McGovern re: correspondence to Judge Wolin; review fee application and revise correspondence re: amounts due; prepare correspondence to F. McGovern re: same [G104]	1.00 Hrs
07/09/02	DRD	Conference with W. Chelnik regarding orders [G104]	0.20 Hrs
07/10/02	WRC	Telephone conference with C. Hamlin's office re: payments; conferences with Accounting department re: payment forms [G104]	0.30 Hrs

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

07/10/02	DRD	Conference with W. Chelnik regarding Orders; review PACER for orders online; update file [G104]	1.00 Hrs	
07/16/02	WRC	Review correspondence from K. Schwaninger re: Orders and Delaware on-line docket; prepare correspondence re: same [G104]	0.20 Hrs	
07/23/02	WRC	Review e-mail correspondences from D. Deeney re: PACER website and Orders [G104]	0.20 Hrs	
08/05/02	WRC	Review correspondence from K. Schwaninger re: Dreler Order and Federal Mogul payments; prepare correspondence to K. Schwaninger re: same [G104]	0.20 Hrs	
Fee/Employment Applications Totals			116.90 HRS	\$16,132.50
			TOTAL LEGAL SERVICES	\$126,659.00

LEGAL SERVICES SUMMARY

Gross, David R.	226.50 Hrs	450/hr	\$101,925.00
Schlavone, Joseph J.	9.10 Hrs	290/hr	\$2,639.00
Longo, Sonya M.	13.60 Hrs	225/hr	\$3,060.00
Chelnik, Whitney R.	104.50 Hrs	150/hr	\$15,675.00
Deeney, Donna R.	44.60 Hrs	75/hr	\$3,345.00
Daniels, Kevin R.	0.20 Hrs	75/hr	\$15.00
	<u>398.50 Hrs</u>		<u>\$126,659.00</u>

DISBURSEMENTS

Through August 31, 2002

Postage	\$171.92
Messenger Service	\$94.80
Federal Express	\$178.17
Parking/Tolls	\$168.00
Mileage	\$17.05
Photocopies-Inoffice	\$6,504.75
Taxi Service	\$124.30
Hotels/Lodging	\$1,624.66
Train Fare	\$35.00

General Asbestos Bankruptcy Committee

Re: General Asbestos (PA & Delaware Bankruptcy)

DISBURSEMENTS

Through August 31, 2002

Online Services-Pacer	\$7.07
Telecopies	\$100.00
Long Distance Telephone Charges	\$18.22

TOTAL DISBURSEMENTS	\$9,043.94
---------------------	------------

TOTAL THIS BILL	<u>\$135,702.94</u>
-----------------	---------------------

PREVIOUS BILLS OUTSTANDING

48069	04/19/02	33,524.97
-------	----------	-----------

TOTAL DUE	<u><u>\$169,227.91</u></u>
-----------	----------------------------

General Asbestos Bankruptcy Committee

Task Billing Summary Page

Re: General Asbestos (PA & Delaware Bankruptcy)
File Number 008507-00001

	Previous <u>Billed</u>	Current <u>Bill</u>	<u>Total</u>
Case Administration		110,526	110,526
Fee/Employment Applications		16,132	16,132
Subtotals		126,659	126,659
Totals		126,659	126,659

Exhibit C

SAIBER SCHLESINGER SATZ & GOLDSTEIN, LLC
 One Gateway Center
 13th Floor
 Newark, New Jersey 07102-5311
 Fed Tax ID 22-1800684

March 31, 2003

Bill Number 86827

File Number 08195-000001

General Asbestos Bankruptcy Committee
 United States Bankruptcy Court
 Martin Luther King Jr. Federal Building &
 Courthouse
 Room 4069
 50 Walnut Street
 Newark, NJ 07102
 Attn: Honorable Alfred M. Wolin

Re: In re: General Asbestos Bankruptcy Committee

FOR PROFESSIONAL SERVICES

Thru March 31, 2003

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
11/11/02	WRC	Review correspondence from S. Loncar re: status of fee applications and service list; draft replies re: same	0.40 Hrs
11/14/02	WRC	Telephone conferences with S. Loncar re: fee applications	0.30 Hrs
11/15/02	WRC	Telephone conference with S. Loncar re: McGovern and service list	0.20 Hrs
11/18/02	DRG	Review file re: Insurance matter	2.40 Hrs
11/18/02	DRG	Review T/D/P re: Armstrong	2.60 Hrs
11/19/02	DRG	Meetings with Judge Wolin, McGovern, Drier, meeting at Waltz & Luxenberg re: Federal Mogul	11.00 Hrs
11/20/02	DRG	Telephone conferences with Francis McGovern re: Federal Mogul	1.30 Hrs
11/21/02	DRG	Meeting re: Owens Corning	6.20 Hrs
11/21/02	WRC	Continue preparation of fee applications re: Hamilin and Keefe	0.60 Hrs

General Asbestos Bankruptcy Committee

Re: In re: General Asbestos Bankruptcy Committee

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/02/02	DRG	Telephone conference with Judge Wolin and F. McGovern re: asbestos program	2.50 Hrs
12/02/02	WRC	Review and revise bill; various telephone conferences with S. Loncar re: fee applications; prepare e-mail correspondence re: same	0.30 Hrs
12/02/02	WRC	Review revised bill re: D. R. Gross & Associates; prepare 1st fee application, cover sheets, notice and proposed Order re: same	1.40 Hrs
12/03/02	DRG	Review file re: Federal Mogul	1.40 Hrs
12/03/02	WRC	various telephone conferences with S. Loncar re: fee applications and filing procedures; telephone conference with E. Wohlforth re: filing procedures; revise fee applications re: Hamlin, Keefe and Gross; review and revise bill re: D. R. Gross & Associates; review research re: service list and revise same	3.60 Hrs
12/04/02	WRC	review correspondence from S. Loncar; telephone call to same; telephone call to J. Keefe re: fee application; review bill re: F. McGovern and prepare fee application re: same; exchange various correspondences with S. Loncar re: quarterly filings; telephone calls to F. McGovern; telephone calls to document service; review service list and conference with D. Souza re: same; review and finalize all fee applications	5.40 Hrs
12/05/02	WRC	review and finalize fee applications, notice and cover sheets re: Hamlin, Dreier, Gross and Keefe; prepare correspondence to clerk re: filing of same; telephone conference with S. Loncar re: same; review service list; file applications with clerk and serve on counsel list; prepare certificate of service; various telephone conferences with document service	5.20 Hrs
12/09/02	DRG	Meeting with Deanne Seemer re: Federal Mogul	4.00 Hrs
12/09/02	WRC	telephone call from F. McGovern; review and revise fee application re: F. McGovern; prepare correspondence to F. McGovern re: same	0.60 Hrs
12/11/02	WRC	telephone call to Budd Lamer re: final bill	0.10 Hrs
12/11/02	WRC	telephone conference with Delaware clerk re: filings; review PACER re: docket search; prepare correspondence to S. Loncar re: same	0.50 Hrs

General Asbestos Bankruptcy Committee

Re: In re: General Asbestos Bankruptcy Committee

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
12/12/02	DRG	Meeting at Caplin Drysdale (Insulbuch, McGovern, Seemer, et al) re: Federal Mogul	5.00 Hrs
12/13/02	DRG	Meeting with Judge Wolin and Francis McGovern re: Federal Mogul	2.00 Hrs
12/16/02	WRC	conference with D. Souza re: November billing entries; review and revise redactions	0.20 Hrs
12/17/02	DRG	Telephone conference with Hamlin re: Federal Mogul	1.40 Hrs
12/18/02	DRG	Meeting with Armstrong, Liberty Mutual re: Federal Mogul	3.40 Hrs
12/18/02	WRC	telephone conference with S. Loncar re: certificates of no objection; review file and prepare correspondence re: same	0.40 Hrs
12/19/02	DRG	Meeting with Judge Wolin and F. McGovern re: Federal Mogul; attend status conference in open Court; further luncheon meetings with Judge Wolin, F. McGovern and E. Wohlforth	5.20 Hrs
12/19/02	DRG	Dinner meeting with Judge Wolin, Judge Fitzpatrick and Francis McGovern re: Owens Corning and Federal Mogul	4.20 Hrs
12/20/02	DRG	Status conference call with Francis McGovern and Court re: Owens Corning meeting;	2.00 Hrs
12/20/02	DRG	Telephone calls to Seamer and Macker re: Federal Mogul	0.70 Hrs
12/20/02	DRG	Status conference call with Francis McGovern and Court re: Owens Corning meeting;	2.00 Hrs
12/20/02	WRC	telephone conference with U.S. Trustee's office re: fee application of D. Gross; conference with D. Souza re: same; review bill re: redactions and time entries; various correspondences with S. Loncar re: same	0.40 Hrs
12/23/02	WRC	telephone conference with E. Wohlforth re: signed Orders awarding compensation and amending D. Gross application; various telephone conferences with S. Loncar re: certifications of no objection and proposed orders; review various correspondences re: same; review file re: first certificates of no objection	1.10 Hrs
12/27/02	DRG	Conference re: Armstrong and Liberty	2.00 Hrs
12/27/02	DRG	Telephone conference with Macker re: Federal Mogul	1.00 Hrs
12/29/02	DRG	Telephone conference with Macker re: Federal Mogul	1.00 Hrs
12/30/02	WRC	amend order re: D. Gross fee; prepare correspondence to Judge Wolin re: same; telephone conference re: same	0.90 Hrs
12/31/02	WRC	telephone call from Judge Wolin's chambers re: proposed Order; review certificates of no objection and prepare same for D. Gross; telephone conference with J. Keefe re: certificate of no objection; telephone	0.60 Hrs

General Asbestos Bankruptcy Committee

Re: In re: General Asbestos Bankruptcy Committee

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
01/02/03	WRC	conference with D. Gross re: same review correspondence from J. Keefe re: certificate of no objection; prepare correspondence re: filing and service on counsel list	0.30 Hrs
01/02/03	WRC	various telephone conferences with K. Schweniger of Federal Mogul re: Keefe's payment; review application of J. Keefe; conferences with D. White re: same; telephone call to Court re: same	0.70 Hrs
01/02/03	WRC	review Budd Larner Second Fee Application	0.10 Hrs
01/02/03	DMW	review of Interim Fee Application of J. Keefe re: distribution of fees	1.40 Hrs
01/03/03	DRG	Telephone conference with Macker re: Federal Mogul	1.00 Hrs
01/06/03	DRG	Telephone conference with Macker re: Federal Mogul	3.20 Hrs
01/06/03	WRC	telephone conference with S. Loncar re: payments; prepare various correspondences to S. Loncar re: same; telephone calls with J. Keefe re: same	0.40 Hrs
01/07/03	DRG	Attend meeting with D. Seemar re: Federal Mogul; preparation for same	4.10 Hrs
01/07/03	DRG	Attend meeting with Liberty re: Armstrong; preparation for same	4.00 Hrs
01/07/03	WRC	conference with D. Gross re: payments	0.10 Hrs
01/07/03	WRC	telephone conferences with E. Wohlforth and J. Keefe re: additional payment; prepare memorandum to file re: same	0.20 Hrs
01/07/03	WRC	telephone conference with K. Schweniger re: Federal Mogul payments; review first fee application of D. R. Gross & Associates and amended Order; prepare memorandum to file re: same	0.20 Hrs
01/14/03	WRC	review correspondence from S. Longo re: unredacted bill	0.10 Hrs
01/21/03	WRC	telephone call from Bankruptcy Court re: filings; review file re: same	0.20 Hrs
01/23/03	DRG	Meeting with Judge Wolin re: overall Asbestos Program	3.50 Hrs
01/24/03	DRG	Telephone conference; review plan re: Owens Corning	2.80 Hrs
01/24/03	DRG	Telephone conferences with Bederson & Company re representation of Future's representative re: Owens Corning, et al	2.60 Hrs
01/27/03	DRG	Telephone conference re: Federal Mogul et al.	2.00 Hrs
01/28/03	DRG	Meeting here with Deanne Seemar re: Federal Mogul	2.50 Hrs
01/30/03	DRG	Meeting with Francis McGovern and Judge Wolin re: Federal Mogul and Owens Corning	7.50 Hrs
01/30/03	DRG	Meeting at Honeywell re: Federal Mogul/Bendix	4.00 Hrs
01/31/03	DRG	Meeting at Honeywell with Francis McGovern re: Federal Mogul	4.00 Hrs

General Asbestos Bankruptcy Committee

Re: In re: General Asbestos Bankruptcy Committee

<u>Date</u>	<u>Atty</u>	<u>Description</u>	<u>Time</u>
02/04/03	DRG	Conference with Judge Wolin and Francis McGovern re: asbestos issues	2.10 Hrs
02/04/03	WRC	review correspondence from C. Hamlin re: December/January billing	0.10 Hrs
02/10/03	WRC	telephone conference with E. Wohlforth re: BL's fee application and certificate of no objection	0.20 Hrs
02/10/03	WRC	prepare correspondence to S. Loncar re: Hamlin fee application	0.10 Hrs
02/11/03	DRG	Telephone conferences with Judge Wolin and E. Wohlforth re meeting with W. R. Grace	1.60 Hrs
02/11/03	WRC	telephone conference with B. Jeffords re: specificity of billing entries; prepare memorandum to Advisors re: same; conference with D. Gross re: redaction and specificity of bills	0.40 Hrs
02/11/03	WRC	review file re: Budd Lerner Second Fee Application and Certificate of No Objection; conference with D. Gross re: same	0.20 Hrs
02/12/03	DRG	Review insurance issue; telephone conference with D. Cain/Hartford re: same	1.40 Hrs
02/19/03	DRG	Telephone call from General Counsel, Federal Mogul re progress plan; meeting with Judge Wolin re USG, et al	1.10 Hrs
02/19/03	DRG	Meeting with Judge Wolin re USG, et al	3.10 Hrs
02/20/03	WRC	review and revise bill re: December and January to clarify entries	0.30 Hrs
02/27/03	DRG	Meeting with Judge Wolin; telephone conference with Francis McGovern re Federal Mogul	2.30 Hrs
03/04/03	DRG	Telephone conference with Deanne Seamer, Judge Wolin and Francis McGovern re: Federal Mogul	3.60 Hrs
03/10/03	DRG	Meeting with Judge Wolin re: all bankruptcy matters	2.10 Hrs
03/18/03	DRG	Telephone conferences with Court and Francis McGovern re various bankruptcy matters	2.10 Hrs
03/21/03	DRG	Telephone conference with Judge Wolin and Francis McGovern re: overall asbestos program	1.00 Hrs
03/27/03	DRG	Conference call with Judge Wolin	2.60 Hrs
03/28/03	WRC	receipt and review of correspondence from C. Hamlin re: apparent holdbacks and missing payments	0.10 Hrs

TOTAL FOR PROFESSIONAL SERVICES

\$60,829.00

General Asbestos Bankruptcy Committee

Re: In re: General Asbestos Bankruptcy Committee

LEGAL SERVICES SUMMARY

David R. Gross	125.50 Hrs	450/hr	\$56,475.00
Whitney R. Chelnik	25.90 Hrs	160/hr	\$4,144.00
David M. White	1.40 Hrs	150/hr	\$210.00
	<u>152.80 Hrs</u>		<u>\$60,829.00</u>

DISBURSEMENTS

Thru March 31, 2003

Federal Express	\$185.71
meals	\$630.98
misc. fees and disbursements	\$208.82
messenger service	\$36.00
outside duplicating service	\$1,264.37
photocopying	\$1,162.50
postage	\$173.80
telephone and fax charges	\$45.77
travel	\$76.95
TOTAL DISBURSEMENTS	\$3,784.90
TOTAL THIS BILL	<u>\$64,613.90</u>

Payments received after the date of this invoice will not be reflected until the next invoice.